

Exhibit 3

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

ANDREW CORZO, SIA HENRY, ALEXANDER
LEO-GUERRA, MICHAEL MAERLENDER,
BRANDON PIYEVSKY, BENJAMIN
SHUMATBRITTANY TATIANA WEAVER, and
CAMERON WILLIAMS, individually and on
behalf of all others similarly situated,

Plaintiffs,

v.

BROWN UNIVERSITY, CALIFORNIA
INSTITUTE OF TECHNOLOGY, UNIVERSITY
OF CHICAGO, THE TRUSTEES OF COLUMBIA
UNIVERSITY IN THE CITY OF NEW YORK,
CORNELL UNIVERSITY, TRUSTEES OF
DARTMOUTH COLLEGE, DUKE UNIVERSITY,
EMORY UNIVERSITY, GEORGETOWN
UNIVERSITY, THE JOHNS HOPKINS
UNIVERSITY, MASSACHUSETTS INSTITUTE
OF TECHNOLOGY, NORTHWESTERN
UNIVERSITY, UNIVERSITY OF NOTRE DAM
DU LAC, THE TRUSTEES OF THE
UNIVERSITY OF PENNSYLVANIA, WILLIAM
MARSH RICE UNIVERSITY, VANDERBILT
UNIVERSITY, and YALE UNIVERSITY,

Defendants.

Case No.: 1:22-cv-00125

Hon. Matthew F. Kennelly

**DECLARATION OF GRAHAM D. PENNY REGARDING NOTICE PURSUANT TO
CLASS ACTION FAIRNESS ACT OF 2005**

I, Graham D. Penny, declare as follows:

1. I am an Assistant Director of JND Legal Administration, LLC (“JND”). JND is a legal administration services provider with its headquarters located in Seattle, Washington. This

Declaration is based on my personal knowledge as well as upon information provided to me by experienced JND employees.

2. JND was asked by Counsel for Brown University, the University of Chicago, the Trustees of Columbia University in the City of New York, Duke University, Emory University, and Yale University to effect notice of the proposed Settlement in the above-captioned action pursuant to the Class Action Fairness Act of 2005, 28 U.S.C. § 1715 (“CAFA”). On February 2, 2024, JND duly sent by Federal Express or U.S. Mail notice of the settlement in the action to the United States Attorney General, the appropriate State officials, the Inspector General of the State of Georgia, and the Executive Director of the Illinois Board of Higher Education. An example CAFA notice and list of recipients is attached hereto as **Exhibit A**.

3. JND subsequently confirmed that all of the notices had been delivered. Copies of the delivery reports are attached hereto as **Exhibit B**. As of the date of this Declaration, JND has not received any inquiries or objections from any State or Federal officials.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on February 13, 2024, at Totowa, New Jersey.

BY: 

GRAHAM D. PENNY

Exhibit A

February 2, 2024

Via USPS or Fedex

United States Attorney General
& Other Attorneys General and Officials
Identified in Exhibit A

Re: **Class Action Fairness Act Notice of Proposed Settlements, *Henry et al. v. Brown University et al.*, No. 1:22-cv-00125 (N.D. Ill.)**

Dear Sir/Madam:

Pursuant to the Class Action Fairness Act (“CAFA”), 28 U.S.C. § 1715(b), Brown University, The Trustees of Columbia University in the City of New York, Duke University, Emory University, and Yale University (together, the “Settling Universities”) hereby serve notice of their proposed settlements in *Henry et al. v. Brown University et al.*, No. 1:22-cv-00125 (the “Action”) pending in the U.S. District Court for the Northern District of Illinois (the “Court”), and the University of Chicago provides notice of alignment of the class definition applicable to its proposed settlement in the Action for which notice dated August 21, 2023 was previously provided.

A motion for preliminary approval of the proposed settlements and to align the class definition in the University of Chicago settlement was filed with the Court on January 23, 2024. In compliance with the requirements set forth in CAFA, the Settling Universities enclose a CD containing copies of the following documents related to the Action:

1. The original class action complaint filed by individual named plaintiffs in the Action on January 9, 2022 (Dkt. 1);
2. The first amended class action complaint filed by individual named plaintiffs in the Action on February 15, 2022 (Dkt. 106);
3. The second amended class action complaint filed by individual named plaintiffs in the Action on February 6, 2023 (Dkt. 308);
4. Order Preliminarily Approving [University of Chicago] Settlement, Provisionally Certifying the Proposed Settlement Class, Approving the Notice Plan, and Approving the Process Scheduled for Completing the Settlement Process, dated September 9, 2023 (Dkt. 439);
5. Order suspending the dates for issuance of notice and for a final approval hearing for the University of Chicago Settlement, dated November 28, 2023 (Dkt. 530); and
6. Plaintiffs’ Motion for Preliminary Approval of Settlements with Defendants Brown University, The Trustees of Columbia University in the City of New York, Duke University, Emory University, and Yale University, Provisional Certification of the

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Proposed Settlement Class, Approval of the Notice Plan, and Approval of the Schedule for Completing the Settlement Process (Dkt. 603), which includes as exhibits thereto the Settlement Agreements, an Escrow Agreement, and proposed Summary and Long Form notices (collectively, the “Motion for Preliminary Approval”), and which also proposes to align the class definition, notices, and approval schedule applicable to the University of Chicago settlement to those applicable to the settlements with the Settling Universities.

An index of the above exhibits is attached hereto as Exhibit B.

It is not feasible to identify the names of putative class members who reside in each state, district, or territory, or to estimate the proportionate share of the claims of such members to the entire settlement. The proposed settlement class includes approximately two decades of current and former undergraduate students who attended 17 different universities, were U.S. citizens or permanent residents, and received certain need-based financial aid, with exclusions based on, among other things, the amount of financial aid received. The class definition (to which the class definition in the settlement with the University of Chicago is proposed to be aligned) is as follows:

All U.S. citizens or permanent residents who have during the Class Period (a) enrolled in one or more of Defendants’ full-time undergraduate programs, (b) received at least some need-based financial aid from one or more Defendants, and (c) whose tuition, fees, room, or board to attend one or more of Defendants’ full-time undergraduate programs was not fully covered by the combination of any types of financial aid or merit aid (not including loans) in any undergraduate year.¹

The Class Period is defined as follows:

- i. For Chicago, Columbia, Cornell, Duke, Georgetown, MIT, Northwestern, Notre Dame, Penn, Rice, Vanderbilt, Yale—from Fall Term 2003 through the date the Court enters an order preliminarily approving the Settlement.
- ii. For Brown, Dartmouth, Emory—from Fall Term 2004 through the date the Court enters an order preliminarily approving the Settlement.
- iii. For CalTech—from Fall Term 2019 through the date the Court enters an order preliminarily approving the Settlement.
- iv. For Johns Hopkins—from Fall Term 2021 through the date the Court enters an order preliminarily approving the Settlement.

¹ For avoidance of doubt, the Class does not include those for whom the total cost of attendance, including tuition, fees, room, and board for each undergraduate academic year, was covered by any form of financial aid or merit aid (not including loans) from one or more Defendants.

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Excluded from the Class are:

- i. Any Officers² and/or Trustees of Defendants, or any current or former employees holding any of the following positions: Assistant or Associate Vice Presidents or Vice Provosts, Executive Directors, or Directors of Defendants' Financial Aid and Admissions offices, or any Deans or Vice Deans, or any employees in Defendants' in-house legal offices; and
- ii. the Judge presiding over this action, his or her law clerks, spouse, and any person within the third degree of relationship living in the Judge's household and the spouse of such a person.

Exhibit C approximates the number of putative class members who reside in each state, district, or territory and the estimated proportionate share of the claims of such members to the entire settlement based on certain student and alumni data provided by the class administrator in the Action, including applying assumptions for individuals with unknown physical addresses. Each class member would receive a share of the proposed settlement in accordance with the proposed plan of allocation described in the Motion for Preliminary Approval and exhibits thereto.

As of the date of this letter:

- i. There are no other agreements between Class Counsel and counsel for the Settling Universities or the University of Chicago beyond those set forth in the Settlement Agreement and Escrow Agreement.
- ii. The Settling Universities and the University of Chicago are aware that agreements in principle to settle the Action have been reached between Class Counsel and counsel for certain other defendants in the Action.
- iii. The Court has set a deadline of February 6, 2024 for the filing of objections to the Motion for Preliminary Approval, and a video hearing on February 12, 2024 at 9:30 am CDT to consider the Motion for Preliminary Approval.
- iv. The next status hearing in the Action is scheduled for February 22, 2024 at 1:00 pm CDT. Any party wishing to speak at that hearing must appear in person.
- v. The Court has not issued any written judicial opinion or other orders relating to the Settlement Agreements, proposed notices, or the Motion for Preliminary Approval.
- vi. The Court has not ordered any final judgment or notice of dismissal.

² For the avoidance of doubt, the Columbia University "Officers" excluded from the Class are members of the Senior Administration of Columbia University, and do not include exempt employees of Columbia University who are referred to as officers.

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Respectfully submitted,

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Counsel for University of Chicago

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Exhibit A

CAFA Notice Distribution List

1. Merrick Garland
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U.S. Department of Justice
950 Pennsylvania Ave NW
Washington, DC 20530-0001
2. Steve Marshall
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501 Washington Ave
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3. Treg R. Taylor
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4. Kris Mayes
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5. Tim Griffin
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6. CAFA Coordinator
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Consumer Protection Section
455 Golden Gate Ave., Ste 11000
San Francisco, CA 94102-7004
7. Phil Weiser
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Ralph L. Carr Judicial Building
1300 Broadway, 10th Fl
Denver, CO 80203

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8. William Tong
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9. Kathy Jennings
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Wilmington, DE 19801-3520
10. Brian Schwalb
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11. Ashley Moody
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12. Chris Carr
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13. Nigel Lange
Interim State Inspector General
State of Georgia Office of the Inspector General
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Suite 1102, West Tower
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14. Anne E. Lopez
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15. Raúl R. Labrador
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16. Kwame Raoul
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17. Ginger Ostro
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Illinois Board of Higher Education
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Springfield, IL 62701-1377
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28. Lynn Fitch
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29. Andrew Bailey
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30. Austin Knudsen
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32. Aaron Ford
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Carson City, NV 89701-4717
33. John Formella
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Concord, NH 03301
34. Matthew J. Platkin
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Trenton, NJ 08611
35. Raúl Torrez
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50. Jason S. Miyares
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51. Bob Ferguson
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52. Patrick Morrissey
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Exhibit B

Index of Exhibits

Ex. No.	Document	No. 1:22-cv-125 N.D. Ill. Dkt. No.
1.	Class Action Complaint	1
2.	Amended Class Action Complaint	106
3.	Second Amended and Supplemental Class Action Complaint	308
4.	Order Preliminarily Approving [University of Chicago] Settlement, Provisionally Certifying the Proposed Settlement Class, Approving the Notice Plan, and Approving the Process Scheduled for Completing the Settlement Process	439
5.	Order suspending the dates for issuance of notice and for a final approval hearing for the University of Chicago Settlement	530
6.	Plaintiffs' Motion for Preliminary Approval of Settlements with Defendants Brown University, The Trustees of Columbia University in the City of New York, Duke University, Emory University, and Yale University, Provisional Certification of the Proposed Settlement Class, Approval of the Notice Plan, and Approval of the Schedule for Completing the Settlement Process	603

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Exhibit C

Estimate of Putative Class Members & Proportionate Share

U.S. State, District, or Territory	Estimated Number of Putative Class Members	Estimated Share of Settlement (Assuming 379,334 Class Members)
Alabama	2,070	0.5%
Alaska	416	0.1%
Arizona	2,981	0.8%
Arkansas	830	0.2%
California	41,812	11.0%
Colorado	5,305	1.4%
Connecticut	8,844	2.3%
Delaware	797	0.2%
District of Columbia	9,500	2.5%
Florida	15,522	4.1%
Georgia	14,481	3.8%
Hawaii	1,121	0.3%
Idaho	472	0.1%
Illinois	29,390	7.7%
Indiana	2,996	0.8%
Iowa	852	0.2%
Kansas	1,058	0.3%
Kentucky	1,808	0.5%
Louisiana	1,650	0.4%
Maine	1,138	0.3%
Maryland	11,731	3.1%
Massachusetts	17,723	4.7%
Michigan	4,312	1.1%
Minnesota	3,409	0.9%
Mississippi	712	0.2%
Missouri	2,893	0.8%
Montana	451	0.1%
Nebraska	581	0.2%
Nevada	1,241	0.3%
New Hampshire	1,453	0.4%
New Jersey	18,976	5.0%
New Mexico	904	0.2%
New York	73,379	19.3%
North Carolina	11,323	3.0%
North Dakota	156	0.04%

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U.S. State, District, or Territory	Estimated Number of Putative Class Members	Estimated Share of Settlement (Assuming 379,334 Class Members)
Ohio	6,690	1.8%
Oklahoma	1,086	0.3%
Oregon	2,551	0.7%
Pennsylvania	11,867	3.1%
Puerto Rico	629	0.2%
Rhode Island	2,320	0.6%
South Carolina	2,411	0.6%
South Dakota	222	0.1%
Tennessee	7,786	2.1%
Texas	21,230	5.6%
Utah	946	0.2%
Vermont	899	0.2%
Virginia	11,168	2.9%
Washington	6,499	1.7%
West Virginia	400	0.1%
Wisconsin	2,984	0.8%
Wyoming	192	0.1%
Foreign	7,097	1.9%
American Samoa	8	0.02%
Guam	34	0.1%
Northern Mariana	9	0.02%
U.S. Virgin Islands	19	0.02%
TOTAL	379,334	100%

Exhibit B



FedEx® Tracking



SHOPRUNNER by FedEx.

READY TO SHOP AGAIN? SAVE ON YOUR NEXT ORDER.



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Summary Tracking Results

TRACKING ID	SHIP DATE	SHIPPER CITY, STATE	RECIPIENT CITY, STATE	STATUS	DELIVERED DATE	SCHEDULED DELIVERY DATE	SERVICE
270531849339	2/2/24	Seattle, WA	Washington, DC	✓ Delivered	2/5/24 8:57 AM		FedEx Express
270531869845	2/2/24	Seattle, WA	Anchorage, AK	✓ Delivered	2/5/24 10:27 AM		FedEx Express
270531865471	2/2/24	Seattle, WA	Montgomery, AL	✓ Delivered	2/5/24 10:09 AM		FedEx Express
270531864887	2/2/24	Seattle, WA	Little Rock, AR	✓ Delivered	2/5/24 9:10 AM		FedEx Express
270531837276	2/2/24	Seattle, WA	Phoenix, AZ	✓ Delivered	2/5/24 9:32 AM		FedEx Express
270531808258	2/2/24	Seattle, WA	San Francisco, CA	✓ Delivered	2/5/24 11:08 AM		FedEx Express
270531857510	2/2/24	Seattle, WA	Denver, CO	✓ Delivered	2/5/24 9:41 AM		FedEx Express
270531871775	2/2/24	Seattle, WA	Hartford, CT	✓ Delivered	2/5/24 9:03 AM		FedEx Express
270531806737	2/2/24	Seattle, WA	Washington, DC	✓ Delivered	2/5/24 10:11 AM		FedEx Express
270531832930	2/2/24	Seattle, WA	Wilmington, DE	✓ Delivered	2/5/24 8:48 AM	Not available	FedEx Express
270531797198	2/2/24	Seattle, WA	Tallahassee, FL	✓ Delivered	2/5/24 9:36 AM		FedEx Express
270531817436	2/2/24	Seattle, WA	Atlanta, GA	✓ Delivered	2/5/24 8:22 AM		FedEx Express



270536521660	2/2/24	Seattle, WA	Honolulu, HI	✓ Delivered	2/5/24 12:11 PM	FedEx Express
270531804859	2/2/24	Seattle, WA	Des Moines, IA	✓ Delivered	2/5/24 8:54 AM	FedEx Express
270531858940	2/2/24	Seattle, WA	Boise, ID	✓ Delivered	2/5/24 9:42 AM	FedEx Express
270531842003	2/2/24	Seattle, WA	Chicago, IL	✓ Delivered	2/5/24 10:08 AM	FedEx Express
270531868297	2/2/24	Seattle, WA	Indianapolis, IN	✓ Delivered	2/5/24 10:26 AM	FedEx Express
270531839360	2/2/24	Seattle, WA	Topeka, KS	✓ Delivered	2/5/24 9:22 AM	FedEx Express
270531862370	2/2/24	Seattle, WA	Frankfort, KY	✓ Delivered	2/5/24 10:00 AM	FedEx Express
270531844727	2/2/24	Seattle, WA	Baton Rouge, LA	✓ Delivered	2/5/24 10:13 AM	FedEx Express
270531810773	2/2/24	Seattle, WA	Boston, MA	✓ Delivered	2/5/24 9:10 AM	FedEx Express
270531797669	2/2/24	Seattle, WA	Baltimore, MD	✓ Delivered	2/5/24 9:38 AM	FedEx Express
270531792027	2/2/24	Seattle, WA	Augusta, ME	✓ Delivered	2/5/24 9:28 AM	FedEx Express
270531817160	2/2/24	Seattle, WA	Lansing, MI	✓ Delivered	2/6/24 9:35 AM	FedEx Express
270531835159	2/2/24	Seattle, WA	Saint Paul, MN	✓ Delivered	2/5/24 11:54 AM	FedEx Express
270531796364	2/2/24	Seattle, WA	Jefferson City, MO	✓ Delivered	2/5/24 8:35 AM	FedEx Express
270531844576	2/2/24	Seattle, WA	Jackson, MS	✓ Delivered	2/5/24 9:31 AM	FedEx Express
270531802282	2/2/24	Seattle, WA	Helena, MT	✓ Delivered	2/5/24 9:11 AM	FedEx Express



FedEx® Tracking



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Summary Tracking Results

TRACKING ID	SHIP DATE	SHIPPER CITY, STATE	RECIPIENT CITY, STATE	STATUS	DELIVERED DATE	SCHEDULED DELIVERY DATE	SERVICE
270531830363	2/2/24	Seattle, WA	Raleigh, NC	✓ Delivered	2/5/24 8:52 AM	Not available	FedEx Express
270531821483	2/2/24	Seattle, WA	Bismarck, ND	✓ Delivered	2/5/24 9:20 AM		FedEx Express
270531852254	2/2/24	Seattle, WA	Lincoln, NE	✓ Delivered	2/6/24 9:23 AM		FedEx Express
270531828363	2/2/24	Seattle, WA	Concord, NH	✓ Delivered	2/5/24 9:23 AM		FedEx Express
270531848777	2/2/24	Seattle, WA	Trenton, NJ	✓ Delivered	2/5/24 11:21 AM		FedEx Express
270531861833	2/2/24	Seattle, WA	Santa Fe, NM	✓ Delivered	2/5/24 9:26 AM		FedEx Express
270531792553	2/2/24	Seattle, WA	Carson City, NV	✓ Delivered	2/5/24 11:26 AM		FedEx Express
270531813901	2/2/24	Seattle, WA	New York, NY	✓ Delivered	2/5/24 8:33 AM		FedEx Express
270531818248	2/2/24	Seattle, WA	Columbus, OH	✓ Delivered	2/5/24 10:24 AM		FedEx Express
270531825103	2/2/24	Seattle, WA	Oklahoma City, OK	✓ Delivered	2/5/24 8:55 AM		FedEx Express
270531822870	2/2/24	Seattle, WA	Salem, OR	✓ Delivered	2/5/24 8:36 AM		FedEx Express
270531851980	2/2/24	Seattle, WA	Harrisburg, PA	✓ Delivered	2/5/24 9:30 AM		FedEx Express



270531857290	2/2/24	Seattle, WA	Providence, RI	✓ Delivered	2/5/24 9:16 AM	Not available	FedEx Express
270531795151	2/2/24	Seattle, WA	Columbia, SC	✓ Delivered	2/5/24 10:12 AM		FedEx Express
270531846031	2/2/24	Seattle, WA	Pierre, SD	✓ Delivered	2/5/24 8:01 AM		FedEx Express
270531829668	2/2/24	Seattle, WA	Nashville, TN	✓ Delivered	2/5/24 9:17 AM		FedEx Express
270531835950	2/2/24	Seattle, WA	Austin, TX	✓ Delivered	2/5/24 9:48 AM		FedEx Express
270531863582	2/2/24	Seattle, WA	Salt Lake City, UT	✓ Delivered	2/5/24 9:43 AM		FedEx Express
270531827242	2/2/24	Seattle, WA	Richmond, VA	✓ Delivered	2/5/24 10:16 AM		FedEx Express
270531814724	2/2/24	Seattle, WA	Montpelier, VT	✓ Delivered	2/5/24 8:38 AM		FedEx Express
270531801253	2/2/24	Seattle, WA	Olympia, WA	✓ Delivered	2/5/24 10:10 AM	Not available	FedEx Express
270531854853	2/2/24	Seattle, WA	Charleston, WV	✓ Delivered	2/5/24 9:15 AM		FedEx Express
270531807906	2/2/24	Seattle, WA	Cheyenne, WY	✓ Delivered	2/5/24 10:26 AM	Not available	FedEx Express
270534699153	2/2/24	SEATTLE, WA	TAMUNING	✓ Delivered	2/5/24 10:14 AM		FedEx Express
775053024307	2/2/24	SEATTLE, WA	SAIPAN	✓ Delivered	2/7/24 8:13 AM		FedEx Express
270536056650	2/2/24	SEATTLE, WA	SAN JUAN, PR	✓ Delivered	2/6/24 2:05 PM		FedEx Express
270535777489	2/2/24	SEATTLE, WA	ST THOMAS	✓ Delivered	2/5/24 3:24 PM		FedEx Express
270534060503	2/2/24	Seattle, WA	Atlanta, GA	✓ Delivered	2/5/24 10:20 AM	Not available	FedEx Express

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Tracking Number:

Remove X

9470109105156060521374

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Scheduled Delivery by

MONDAY

5

February
2024 ⓘ

by

6:00pm ⓘ

Your item has been delivered and is available at a PO Box at 8:27 am on February 4, 2024 in MADISON, WI 53707.

Feedback

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Delivered, PO Box

MADISON, WI 53707

February 4, 2024, 8:27 am

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Product Information



See Less ^

Tracking Number:

Remove X

9470109105156557374452

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Add to Informed Delivery (<https://informedelivery.usps.com/>)

Scheduled Delivery by

MONDAY

5

February
2024 ⓘ

by

6:00pm ⓘ

Your item has been delivered and is available at a PO Box at 5:28 am on February 6, 2024 in PAGO PAGO, AS 96799.

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Delivered, PO Box

PAGO PAGO, AS 96799

February 6, 2024, 5:28 am

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